

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re :
 : Chapter 7
EQUILIBRE BIOPHARMACEUTICALS CORP., :
 : Case No. 23-12099 (PB)
Debtor. :
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**ORDER AUTHORIZING THE TRUSTEE TO SELL THE ESTATE’S RIGHT,
TITLE, AND INTEREST IN AND TO ALL INTELLECTUAL AND PHYSICAL
PROPERTY RELATED TO ANY DRUG DEVELOPMENT, BIOTECHNOLOGY,
OR BIOPHARMACEUTICALS FREE AND CLEAR OF ANY LIENS, CLAIMS,
OR ENCUMBRANCES, PURSUANT TO 11 U.S.C. §§ 363(b) AND (f)**

Upon the motion, dated June 21, 2024 (the “Motion”) [Docket No. 36], of Gregory M. Messer, Chapter 7 trustee (the “Trustee”) of the estate of Équilibre Biopharmaceuticals Corp., the above-captioned debtor (the “Debtor”), seeking, among other things, entry of an order of the Court authorizing the Trustee to sell all the Debtor’s bankruptcy estate’s right, title, and interest in all assets, properties, rights, and interests used in, held for use in connection with, or otherwise related to any drug development biotechnology or biopharmaceuticals (the “Property”), free and clear of any liens, claims, and encumbrances, pursuant to the terms of that certain asset purchase agreement, dated May 2024 (the “APA”), a copy of which is annexed hereto as Exhibit A, between the Trustee and L4 Bio LLC (the “Purchaser”), pursuant to 11 U.S.C. §§ 363(b) and (f); and notice of the Motion having been given in accordance with Fed. R. Bankr. P. 2002, and no additional or further notice needing to be given; and upon the notice scheduling a hearing (the “Hearing”) for July 23, 2024 to consider the relief sought in the Motion; and a certificate of no objection having been filed on July 19, 2024 by counsel to the Trustee stating that no objection or responsive pleading to the Motion has been filed with the Court and no bid has been received by the Trustee for the Property by the Bid Deadline; and after due deliberation and sufficient cause appearing therefore, it is

ORDERED, that the APA is approved and the Trustee is authorized to consummate the terms of the APA with the Purchaser; and it is further

ORDERED, that the Trustee is authorized and directed to execute such documents as are reasonably necessary to evidence the transactions contemplated by the APA; and it is further

ORDERED, that the Purchaser is not assuming or adopting any of the Trustee's, the Debtor's or the estate's duties or obligations, contractual, or otherwise, as to any other party or entity, and is receiving the Property free and clear of liens, claims, and encumbrances; and it is further

ORDERED, that the Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: New York, New York
August 6, 2024

/s/ Philip Bentley

HONORABLE PHILIP BENTLEY
UNITED STATES BANKRUPTCY JUDGE